

GML/GKP/2019-20
June 23, 2019

Corporate Relationship Manager Bombay Stock Exchange Limited Floor 25, P J Towers, Dalal Street, Mumbai- 400 001. INDIA.	Mr. Hari K. – V.P.-Listing National Stock Exchange of India Limited “EXCHANGE PLAZA”, Bandra – Kurla Complex, Bandra (East), Mumbai- 400 051. INDIA.
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Sir/Madam,

SUB: OUTCOME OF THE BOARD MEETING – 23.06.2019

-Meeting of the Board commenced at 10.00 A.M. concluded on 11.00 A.M.

The Board of Directors at their meeting held on today the June 23, 2019, *inter alia* has decided and approved following **important** businesses:

1. APPOINTMENT OF MR. DINDAYAL JALAN (DIN: 00006882) AS AN ADDITIONAL DIRECTOR TO BE REGARDED AS INDEPENDENT DIRECTOR

Mr. Dindayal Jalan (DIN: 00006882) has been appointed as an Additional Independent Director on the Board of the Company. A brief profile of Mr. Dindayal Jalan is enclosed herewith as required under SEBI (LODR) Regulations, 2015.

2. RECONSTITUTION OF THE AUDIT COMMITTEE

The Audit Committee of the Board of Directors of the Company has been reconstituted by introduction of Mr. Nitin Mahavir Prasad Kandoi (DIN: 01979952) as member of the Audit Committee. Now, the Audit Committee comprises of the following members:

NAME OF DIRECTOR	DESIGNATION/CAPACITY
Mrs. Richa Bhartiya	Chairperson/Independent Director
Mr. Jyotirindra Nath Dey	Member/Independent Director
Mr. Nitin Mahavir Prasad Kandoi	Member/Non-Executive Director

Mr. Tarun Kumar Rathi acts as a Secretary to the Committee.

Constitution of the Audit Committee is in compliance with requisite provisions of the Companies Act, 2013 and rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all other applicable laws, rules and regulations.

3. RECONSTITUTION OF THE STAKEHOLDER RELATIONSHIP COMMITTEE

The Stakeholder Relationship Committee of the Board of Directors of the Company has been reconstituted by appointment of Mr. Nitin Mahavir Prasad Kandoi (DIN: 01979952) as a

GALLANTT METAL LTD.

GALLANTT METAL LIMITED

Office : Ward-10 BC, Plot No. 123, Ground Floor, Gandhidham, Kutch, Gujrat-370 201, Tel. : 02836-395626 / 395626 Fax : 02836-285787

Works : Near Toll Gate Village - Samakhyali, Taluka-Bhachau, Kutch - Gujrat, Tel. : 91 98 795 60878, Fax : +91 2837 283690

Registered Office : "GALLANTT HOUSE", I-7, Jangpura Extension, New Delhi -110 014

Telefax : 011-45048767, E-mail : gml@gallantt.com, Website : www.gallantt.com

Corporate Identification No. : L27109DL2005PLC350524



Company Secretary

Chairperson of the Audit Committee. Now, the Stakeholder Relationship Committee comprises of the following members:

NAME OF DIRECTOR	DESIGNATION/CAPACITY
Mr. Nitin Mahavir Prasad Kandoi	Chairperson/Non-Executive Director
Mrs. Richa Bhartiya	Member/Independent Director
Mr. Jyotirindra Nath Dey	Member/Independent Director

Mr. Tarun Kumar Rathi acts as a Secretary to the Committee.

Constitution of the Stakeholder Relationship is in compliance with requisite provisions of the Companies Act, 2013 and rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all other applicable laws, rules and regulations.

4. RECONSTITUTION OF THE NOMINATION & REMUNERATION COMMITTEE

Nomination & Remuneration Committee of the Board of Directors of the Company has been reconstituted by appointment of Mr. Nitin Mahavir Prasad Kandoi (DIN: 01979952) as Member of the Committee. Now, the Nomination & Remuneration Committee comprises of the following members:

NAME OF DIRECTOR	DESIGNATION/CAPACITY
Mr. Jyotirindra Nath Dey	Chairperson/Independent Director
Mr. Nitin Mahavir Prasad Kandoi	Member/Non-Executive Director
Mrs. Richa Bhartiya	Member/Independent Director

Mr. Tarun Kumar Rathi acts as a Secretary to the Committee.

Constitution of the Nomination and Remuneration Committee is in compliance with requisite provisions of the Companies Act, 2013 and rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all other applicable laws, rules and regulations.

Thanking you,

Yours faithfully,

GALLANTT METAL LIMITED

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Company Secretary

Tarun Kumar Rathi

(COMPANY SECRETARY)

M.N. A53303

Encl: As above.

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Brief Profile of Mr. Dindayal Jalan

- 1) **Name of the Director:** Mr. Dindayal Jalan
- 2) **Father's Name:** Mr. Parmeshwar Lal Jalan
- 3) **Address:** House No. 807/808, Ashok Tower – D, 63-74 Dr. S S Rao Road, Parel, Mumbai – 400 012, Maharashtra
- 4) **Date of Birth:** 29-09-1956
- 5) **Designation:** Non-Executive Independent Director
- 6) **Date of Appointment:** 23.06.2019
- 7) **Qualifications:** Chartered Accountant
- 8) **Expertise in specific functional areas:** Mr. Dindayal Jalan, aged about 63 years is a Chartered Accountant and has vast expertise of over 40 years in financial management, corporate negotiations, financial control, business planning, due diligence, business development, treasury, capital raising, business structuring, investor relations, commercial, taxation, people development and strategic planning.

Mr. Jalan is pursuing an entrepreneurial stint by developing projects in Agriculture space and promoting start ups through angle network. He superannuated in late 2016 as the Group Chief Financial officer of Vedanta Resources Plc. and an Executive Director and CFO of Vedanta Ltd.

Mr. Jalan started his career in 1978 with the Aditya Birla Group's, Hindusthan Gas & Industries Ltd as a management trainee. He was instrumental in transforming iron ore business of the associate Essel Mining to a mechanised mining & setting up a new SME business. He moved to Birla Copper as a Jt. Executive President (Finance and Commerce) where he was involved from the project phase of its copper smelting business to developing it into a robust operating unit. He was responsible for raising finance, setting up of business process and system, organisation building for finance, concentrate procurement, marketing and commodity hedging.

Mr. Jalan joined Sterlite Industries, now Vedanta, in 2001 as President Australian operation for its mining operations in Australia. He lead the turnaround of operation and developed a good understanding of working in a multicultural environment. He moved to the position of CFO of Sterlite in 2003 and then to the CFO of Vedanta Resources PLC, a FTSE 250, London listed co, in 2005.

He provided strategic leadership in overall finance area with a clear focus on enhancing shareholder value. He was closely partnering the CEO to drive business performance.

His association with the company will undoubtedly prove to be an advantage to our organization.

- 9) **Terms and Conditions of Appointment:** Mr. Dindayal Jalan is appointed for a consecutive period of 5 years. He will attend the Meeting of the Board and its Committees. He will receive Sitting fees for attending of Meeting of the Board and its Committees.
- 10) **Remuneration drawn in Financial Year 2018-19:** Not Applicable
- 11) **Remuneration Proposed to be paid:** Sitting fees as applicable
- 12) **Directorship in Companies:** Nil
- 13) **No. of Shares held in the Company:** No
- 14) **Relationship with the Directors of the Company:** No relation
- 15) **Job Responsibilities/Function/ Roles of an Independent Director:**
Job Responsibilities inter alia include:
- As an Independent Director, besides the functions and duties applicable to every director, or the functions or duties of the Board collectively, an Independent Director has several duties as set out in Schedule IV of the Companies Act, 2013.
- Committees to be served** – Required serving as a member of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and or any other Committee of the Board as may be required to be formed over the period of time. The tasks to be accomplished being a part of each of the above-mentioned committee are as per the terms of reference set out by the Board of the Company, from time to time, for each such committee. Independent Director will also be required to serve on any other committee of the Board constituted by the Board from time to time.
- 16) **Reason for Change:** Appointment of Mr. Dindayal Jalan as a Non-Executive Independent Director effective from June 23, 2019.



Dindayal Jalan

Date: 23.06.2019

Place: Gorakhpur